

United States Bankruptcy Court
Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Empyrean LHMN SPV, LP

Name of Transferee

Deutsche Bank AG, London Branch

Name of Transferor

Name and Address where notices to transferee should be sent:

Sterling Hathaway
Empyrean LHMN SPV, LP
10250 Constellation Blvd., Ste 2950
Los Angeles, CA 90067
Email: shathaway@empyrean.com
Fax: 310-843-4915
Phone: 310-843-3070

Court Claim # (if known): 24540

Amount of Claim Transferred: \$1,133,026.20

Debtor: Lehman Brothers Special Financing Inc.

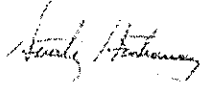
Phone: _____
Last Four Digits of Acct #: _____

Phone: _____
Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 
Transferee/Transferee's Agent

Date: February 22, 2017

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both, 18 U.S.C. §§ 152 & 3571

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

FOR: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court")
Att: Clerk

AND TO: Lehman Brothers Special Financing Inc. ("Debtor")
Case No. 08-13555 (SDC) (Jointly Administered)

Proof of Claim Number 24540
Related to Dkt. No. 51474

DEUTSCHE BANK AG, LONDON BRANCH, its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

EMPIREAN LHMN SPV, LP
c/o Empirean Capital Partners, LP
10250 Constellation Blvd., Ste. 2950
Los Angeles, CA 90067
Attn: Sterling Hathaway
Email: operation-@empirean.com
Tel: (310) 845-3070

its successors and assigns ("Buyer"), all rights, title and interest in and to Proof of Claim Number 24540, in the allowed amount of \$1,133,026.20 (the "Assigned Claim") against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Assigned Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Assigned Claim and recognizing the Buyer as the sole owner and holder of the Assigned Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Assigned Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated February 21, 2017.

DEUTSCHE BANK AG, LONDON BRANCH

EMPIREAN LHMN SPV, LP

By:

Name:
Title:

By:

Name:
Title:

By:

Name: Sterling Hathaway
Title: Director of Operations

DB37 201308776.1

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court")
Attn: Clerk

AND TO: Lehman Brothers Special Financing Inc. ("Debtor")
Case No. 08-13555 (S/C) (Jointly Administered)

Proof of Claim Number 24540
Related to Dkt. No.: 54474

DEUTSCHE BANK AG, LONDON BRANCH, its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

EMPYREAN LHMN SPV, LP
c/o Empyrean Capital Partners, LP
10250 Constellation Blvd., Ste. 2950
Los Angeles, CA 90067
Attn: Sterling Hathaway
Email: operations@empyrean.com
Tel: (310) 843-3070

its successors and assigns ("Buyer"), all rights, title and interest in and to Proof of Claim Number 24540, in the allowed amount of \$1,133,026.20 (the "Assigned Claim") against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Assigned Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Assigned Claim and recognizing the Buyer as the sole owner and holder of the Assigned Claim.

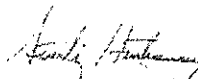
You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Assigned Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated February 24, 2017.

DEUTSCHE BANK AG, LONDON BRANCH

EMPYREAN LHMN SPV, LP

By: _____
Name:
Title:

By: 
Name: Sterling Hathaway
Title: Director of Operations

By: _____
Name:
Title:

DB3/ 201308776.1